

TENNESSEE REGULATORY AUTHORITY



Pat Miller, Chairman
Deborah Taylor Tate, Director
Sara Kyle, Director
Ron Jones, Director

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

June 17, 2005

Mr. James L. Murphy, Counsel
Boult, Cummings, Conners, & Berry, PLLC
1600 Division Street, Suite 700
P.O. Box 340025
Nashville, TN 37203

Mr. Andrew B. Clubok, Counsel
Kirkland & Ellis LLP
655 Fifteen Street, N.W., Suite 1200
Washington, DC 20005

RE: Docket 05-00066: Petition for Approval of Verizon Communications Inc.'s
Acquisition of MCI, Inc.

Dear Messrs Murphy and Clubok:

In order to fully analyze the above-referenced petition, the Tennessee Regulatory Authority (TRA) requires additional information. Please provide the information requested below by June 24, 2005, and refer to this correspondence as Data Request No. 2 in the response.

1. Provide the statute that supports the petition.
2. Provide post-merger organizational charts.
3. Provide continued update of any actions which could affect this petition at the state or federal level.

If you have any questions, or need further assistance, please call Carlos Black at 615-741-2904, ext. 196 or e-mail him at Carlos.Black@state.tn.us. Please respond by sending the original and 13 copies to:

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Sincerely,

Aster Adams, Chief
Competitive Markets & Policy Division

c: Mr. Pat Miller, Chairman
Ms. Sharla Dillon, Docket Room Manager